



# ASX ANNOUNCEMENT

26 February 2024

## Implementation of Scheme of Arrangement

Costa Group Holdings Limited (ASX: CGC) ("Costa") is pleased to announce that the scheme of arrangement under which Paine Schwartz Partners, LLC, Driscoll's, Inc and British Columbia Investment Management Corporation (together the "Consortium") is acquiring all of the ordinary shares in Costa that the Consortium and its Associates do not already own ("Scheme")<sup>1</sup> has been implemented today. In addition, all of the ordinary shares in Costa held by Excluded Shareholders have been transferred to Bidco. Accordingly, all Costa shares have been transferred to Bidco.

### Scheme Consideration

Costa Shareholders (other than the Excluded Shareholders) have today been paid \$3.20 for each Costa Share held as at 7.00pm (AEDT) on 12 February 2024.

### Delisting of Costa

As previously announced, trading in Costa Shares on the ASX was suspended from close of trading on 8 February 2024.

Costa also intends to apply for its removal from the official list of ASX with effect from close of trading tomorrow, 27 February 2024.

This release is authorised by David Thomas, Company Secretary.

**About Costa (ASX:CGC)** - Costa is Australia's leading grower, packer and marketer of fresh fruit & vegetables and operates principally in five core categories: berries, mushrooms, glasshouse tomatoes, citrus and avocados. Operations include approximately +7,200 planted hectares of farmland, 40 hectares of glasshouse facilities and three mushroom growing facilities across Australia. Costa also has strategic foreign interests, with majority owned joint ventures covering six blueberry farms in Morocco and five berry farms in China, covering approximately 750 planted hectares.

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<sup>1</sup> The Consortium is acquiring shares in Costa via Chilli Buyer Pty Ltd (ACN 670 569 678), an entity controlled by the Consortium. Capitalised terms used but not defined in this announcement have the meaning given to those terms in the Scheme Booklet dated and released to the ASX on 11 December 2023.